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Please do not
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COMPANIES FORM No. 395

Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

Please complete
legibly, preferably
in black type or
bold block
lettering

*Insert full name
of company

To the Registrar of Companies

For official use Company number

Name of company

* TECHSPAN ELECTRONICS LIMITED



1412202

Date of creation of the charge

25th JULY 1989

Description of the instrument (if any) creating or evidencing the charge (note 2)

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL MONIES AND OBLIGATIONS AND LIABILITIES WHETHER ACTUAL OR
CONTINGENT NOW OR HEREAFTER DUE OWING OR INCURRED TO THE
GOVERNOR AND COMPANY OF THE BANK OF IRELAND.

Names and addresses of the mortgagees or persons entitled to the charge

THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND

178 BALHAM HIGH ROAD

LONDON

Postcode SW12 9DQ

Presenter's name, address and
reference (if any):

Farrell Matthews & Weir
569 Battersea Park Road
London SW11 3BJ

CFF.KB.B89104.B0I

Time critical reference

For official use
Mortgage section

04 AUG 1989

Post room

4 AUG 1989

Short particulars of all the property mortgaged or charged

COUNTY/DISTRICT OR LONDON BOROUGH	TITLE NUMBER	PROPERTY
BUCKINGHAMSHIRE/ CHILTERN		Hayden House, Churchfield Road, Chalfont-St-Peter, Buckinghamshire

If the Mortgagor is a company incorporated under the Companies Acts the Mortgagor also charges by way of floating security (which shall crystallise on a demand being made in accordance with Clause 2) all moveable plant machinery implements utensils furniture and equipment now or from time to time placed on or used in or about the Mortgaged Property with payment to the Bank of the said sums and with the discharge of the said obligations and liabilities and the expression "the Mortgaged Property" shall be construed accordingly.

Please do not
write in
this margin

Please complete
legibly, preferably
in black type or
bold block
lettering

Particulars as to commission allowance or discount (note 3)

NONE

Signed *James Matthews & Wain* Date 13th AUGUST 1989

On behalf of [company] [mortgagee/chargee]*

*Delete as
appropriate

Notes

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situated in Scotland or Northern Ireland) and Form No. 398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.

Page 2



The Solicitors' Law Stationery Society plc, Oyez House, 27 Cranston Street, London SE1 5TS

1985 Edition
11 85 FEB 26
5010503

Companies M395

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

Pursuant to section 401(2) of the Companies Act 1985

I hereby certify that a mortgage or charge dated the 25th JULY 1989
and created by TECHSPAN ELECTRONICS LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to THE GOVERNOR AND COMPANY OF THE
BANK OF IRELAND

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 4th AUGUST 1989

Given under my hand at the Companies Registration Office,
Cardiff the 18th AUGUST 1989

No. 1412202

Post
18/8
PW

A handwritten signature in cursive script, appearing to read 'M. M. Williams'.

M. M. WILLIAMS
an authorised officer

C.69a

M

Please do not
write in
this margin

COMPANIES FORM No. 395**395****Particulars of a mortgage or charge**

Pursuant to section 395 of the Companies Act 1985

Please complete
legibly, preferably
in black type or
bold black
lettering

*Insert full name
of company

To the Registrar of Companies

For official use Company number

JW 2600
[] [] [] [] [] []

1412202

Name of company

* TECHSPAN ELECTRONICS LIMITED

Date of creation of the charge

25th JULY 1989

Description of the instrument (if any) creating or evidencing the charge (note 2)

DEBENTURE

Amount secured by the mortgage or charge

ALL MONIES AND LIABILITIES WHETHER ACTUAL OR CONTINGENT NOW OR
HEREAFTER DUE OWING OR INCURRED TO THE GOVERNOR AND COMPANY OF
THE BANK OF IRELAND OF 178 BALHAM HIGH ROAD LONDON SW12 9DQ

Names and addresses of the mortgagees or persons entitled to the charge

THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND

178 BALHAM HIGH ROAD

LONDON

Postcode SW12 9DQ

Presentor's name, address and
reference (if any):

Farrell Matthews & Weir
569 Battersea Park Road
London SW11 3BJ

CFF.KB.B89104.801

For official use
Mortgage section

REGISTERED

- 4 AUG 1989

Post room

COMPANIES ACT 1985

- 4 AUG 1989

M

50

Time critical reference

Short particulars of all the property mortgaged or charged

Firstly—All the freehold or leasehold property described in the First Schedule hereto and all buildings, structures, fixtures (including trade fixtures) and fixed plant, machinery and equipment from time to time thereon.

Secondly—All future freehold and leasehold property of the Company and all buildings, structures, fixtures (including trade fixtures) and fixed plant, machinery and equipment from time to time thereon.

Thirdly—All the goodwill and connection of all businesses for the time being carried on by or on behalf of the Company, any patents, trade marks, copyrights, registered designs and similar assets or rights for the time being owned or held by the Company and any uncalled capital for the time being of the Company.

Fourthly—All book debts and other debts and all moneys whatsoever for the time being due, owing or payable to the Company, and the benefit of any mortgages, charges, pledges, liens, rights of set off or any security interest whatsoever, howsoever created or arising, for the time being held by the Company in respect of any such debts or moneys.

Fifthly—All shares and marketable securities for the time being owned by the Company.

Sixthly—The undertaking and all other property, assets and rights of the Company whatsoever and wheresoever both present and future.

Particulars as to commission allowance or discount (note 3)

NONE

Signed

Date 3rd AUGUST 1989

On behalf of [company] [mortgagee/chargee]*

*Delete as appropriate

Notes

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 393(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

Pursuant to section 401(2) of the Companies Act 1985

I hereby certify that a mortgage or charge dated the 25th JULY 1989
and created by TECHSPAN ELECTRONICS LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to GOVERNOR & COMPANY OF THE BANK OF
IRELAND

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 4th AUGUST 1989

Given under my hand at the Companies Registration Office,
Cardiff the 17th AUGUST 1989

No. 1412202

17/8

A handwritten signature in ink, appearing to read 'R. H. Williams'.

R. H. WILLIAMS

an authorised officer

C.69a

M**395****Particulars of a mortgage or charge**Please do not
write in
this margin

Pursuant to section 395 of the Companies Act 1985

Please complete
legibly, preferably
in black type or
bold block
lettering*Insert full name
of company

To the Registrar of Companies

For official use Company number

Name of company

1302

1412202

* **TECHSPAN SYSTEMS PLC**

Date of creation of the charge

8 November 1994

Description of the instrument (if any) creating or evidencing the charge (note 2)

Mortgage

Amount secured by the mortgage or charge

All sums due from the company to the mortgagee pursuant to the Lease dated 30 June 1994 made between the mortgagee (1) and the mortgagor and the Deed of Variation dated 8 November 1994 made between the Mortgagee (1) and the Mortgagor (2).

Names and addresses of the mortgagees or persons entitled to the charge

Richard Alfred Nye, Anne Mary Nye and Clive Percy Brooks as Trustees of The Techspan Executive Small Self Administered Pension Scheme c/o Techspan House Churchfield Road, Chalfont St Peter, Buckinghamshire Postcode

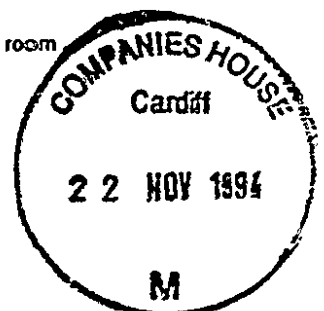
Presenter's name, address and
reference (if any): **RABH/KH/111712**For official use
Mortgage section

Mundays
Crown House, Claygate
Essex, Surrey KT10 0LP
Tel: 0372 487272

REGISTERED**22 NOV 1994**

Time critical reference

Post room



Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

Rental deposit of £35,000

Please complete
legibly, preferably
in black type or
bold block
lettering

Particulars as to commission allowance or discount (note 3)

Signed

Munday

Date 21 November 1994

On behalf of [company] [mortgagee/chargee]*

*Delete as
appropriate

Notes

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.

Page 2

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 01412202

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DATED THE 8th NOVEMBER 1994 AND CREATED BY TECHSPAN SYSTEMS PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO RICHARD ALFRED NYE, ANNE MARY NYE, AND CLIVE PERCY BROOKS AND AS TRUSTEES OF THE TECHSPAN EXECUTIVE SMALL SELF ADMINISTERED PENSION SCHEME PURSUANT TO THE LEASE DATED 30 JUNE 1994 AND THE DEED OF VARIATION WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd NOVEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd NOVEMBER 1994.

M. SAHA

for the Registrar of Companies

DX
23/11
es



COMPANIES HOUSE

HC026B

Particulars of a mortgage or charge

395

Pursuant to section 395 Companies Act 1985

**Please do not
write in this
binding margin**

Please complete legibly, preferably in black type, or bold block lettering

* Insert full name
of company

To the Registrar of Companies

For official use

Company Number

1412202

Name of Company

* TECHSPAN SYSTEMS PLC

Date of creation of the charge

1 February 1995

Description of the instrument (if any) creating or evidencing the charge

Mortgage Sebenture

Amount secured by the mortgage or charge

NO FURTHER

All liabilities of the Company present and future actual and/or contingent to National Westminster Bank PLC

Names and addresses of the mortgagees or persons entitled to the charge

National Westminster Bank PLC

41 Lothbury

London

Postcode EC2P 2BP

**Presenter's name address and
reference (if any):**
National Westminster Bank PLC
UKBB, CREDIT
MANAGEMENT DEPARTMENT
Litigation, Technical & Securities
King's Cross House
200 Pentonville Road
London N1 9HL

Presenter's Reference
and/or telephone number
071-239 6205

**For official use
Mortgage Section**

REGISTER

Post room



KLO *KDKS39RB* 2183
COMPANIES HOUSE 09/02/55

Time critical reference

T.V. SC

Short particulars of all the property mortgaged or charged

(a) A specific equitable charge over the Company's estate or interest in all freehold or leasehold properties for the time being belonging to or charged to the Company other than the property hereinafter described and the proceeds of sale thereof.

(b) A specific charge over all plant machinery vehicles computers and office and other equipment both present and future (excluding all stock in trade) and the full benefit of all warranties and maintenance contracts for any of the same.

(c) A specific charge over all stocks shares and other securities either in or issued by any subsidiary companies or any other company and all dividends and other rights in relation thereto.

(d) A specific charge over all Book and other Debts for the time being but so that the Company shall pay into the Company's account with the Bank all moneys which it may receive in respect of such debts and shall not without the prior consent in writing of the Bank sell factor discount or otherwise charge or assign the same in favour of any other person or purport to do so and the Company shall if called upon so to do by the Bank from time to time execute legal assignments of such book debts and other debts to the Bank.

(g) A specific charge over its goodwill and the benefit of any licences and all patents patent applications inventions trade-marks trade names registered designs copyrights know-how and any other intellectual property rights.

(i) A floating charge over the undertaking and all other property and assets present and future but so that the Company shall not without the Bank's consent create any mortgage or charge ranking in priority to or pari passu with this charge.

xx of the sale thereof

Please do not
write in this
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Please complete legibly, preferably in black type, or bold block lettering.

Particulars as to commission allowance or discount

NiE

Per pro
National Westminster Bank PLC
UKBB, CREDIT MANAGEMENT DEPARTMENT
Litigation, Technical & Securities
King's Cross House
200 Penton Road, London N1 9HL

Please see notes below.

Signed _____

Date _____

On behalf of mortgagee First National Bank of Chicago

Notes

(a) A description of the instrument, eg "Trust Deed", "Mortgage", "Debenture", etc. as the case may be, should be given.

(b) The rate of interest payable under the terms of the Debentures should not be entered.

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 01412202

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DEBENTURE DATED THE 1st FEBRUARY 1995 AND CREATED BY TECHSPAN SYSTEMS PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO NATIONAL WESTMINSTER BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 9th FEBRUARY 1995.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 13th FEBRUARY 1995.

M. SAHA

for the Registrar of Companies



COMPANIES HOUSE

HC0268

L/C
13/2/95

**Particulars of a mortgage or charge**

Pursuant to section 395 of the Companies Act 1985

Please do not
write in
this marginPlease complete
legibly, preferably
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bold block
lettering*Insert full name
of company

To the Registrar of Companies

For official use Company number

Name of company

* TECHSPAN ELECTRONICS LIMITED

1412202

Date of creation of the charge

25th JULY 1989

Description of the instrument (if any) creating or evidencing the charge (note 2)

DEBENTURE

Amount secured by the mortgage or charge

ALL MONIES AND LIABILITIES WHETHER ACTUAL OR CONTINGENT NOW OR
HEREAFTER DUE OWING OR INCURRED TO THE GOVERNOR AND COMPANY OF
THE BANK OF IRELAND OF 178 BALHAM HIGH ROAD LONDON SW12 9DQ

Names and addresses of the mortgagees or persons entitled to the charge

THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND

178 BALHAM HIGH ROAD

LONDON

Postcode SW12 9DQ

Presentor's name, address and
reference (if any):

Farrell Matthews & Weir
569 Battersea Park Road
London SW11 3BJ

CFF.KB.889104.B01

For official use
Mortgage section**REGISTERED**

- 4 AUG 1989

Post room

COMPANIES HOUSE
- 4 AUG 1989

M

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Time critical reference

Short particulars of all the property mortgaged or charged

Firstly—All the freehold or leasehold property described in the First Schedule hereto and all buildings, structures, fixtures (including trade fixtures) and fixed plant, machinery and equipment from time to time thereon.

Secondly—All future freehold and leasehold property of the Company and all buildings, structures, fixtures (including trade fixtures) and fixed plant, machinery and equipment from time to time thereon.

Thirdly—All the goodwill and connection of all businesses for the time being carried on by or on behalf of the Company, any patents, trade marks, copyrights, registered designs and similar assets or rights for the time being owned or held by the Company and any uncalled capital for the time being of the Company.

Fourthly—All book debts and other debts and all moneys whatsoever for the time being due, owing or payable to the Company, and the benefit of any mortgages, charges, pledges, liens, rights of set off or any security interest whatsoever, howsoever created or arising, for the time being held by the Company in respect of any such debts or moneys.

Fifthly—All shares and marketable securities for the time being owned by the Company.

Sixthly—The undertaking and all other property, assets and rights of the Company whatsoever and wheresoever both present and future.

Particulars as to commission allowance or discount (note 3)

NONE

Signed

James Matthews & Co.

Date 3rd AUGUST 1989

On behalf of [company] [mortgagee/chargee]

*Delete as appropriate

Notes

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
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FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

Pursuant to section 401(2) of the Companies Act 1985

I hereby certify that a mortgage or charge dated the 25th JULY 1989
and created by TECHSPAN ELECTRONICS LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to GOVERNOR & COMPANY OF THE BANK OF
IRELAND

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 4th AUGUST 1989

Given under my hand at the Companies Registration Office,
Cardiff the 17th AUGUST 1989

No. 1412202

17/8

A handwritten signature in cursive script, appearing to read 'M. M. Williams'.

M. M. WILLIAMS

an authorised officer

C.69a



Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

Please do not
write in
this marginPlease complete
legibly, preferably
in black type or
bold block
lettering*Insert full name
of company

To the Registrar of Companies

For official use Company number

M172C



1412202

Name of company

* TECHSPAN ELECTRONICS LIMITED

Date of creation of the charge

25th JULY 1989

Description of the instrument (if any) creating or evidencing the charge (note 2)

LEGAL CHARGE

Amount secured by the mortgage or charge

ALL MONIES AND OBLIGATIONS AND LIABILITIES WHETHER ACTUAL OR
CONTINGENT NOW OR HEREAFTER DUE OWING OR INCURRED TO THE
GOVERNOR AND COMPANY OF THE BANK OF IRELAND.

Names and addresses of the mortgagees or persons entitled to the charge

THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND

178 BALHAM HIGH ROAD

LONDON

Postcode

SW12 9DQ

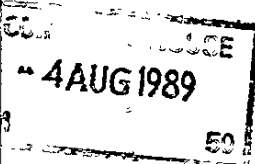
Presentor's name, address and
reference (if any):Farrell Matthews & Weir
569 Battersea Park Road
London SW11 3BJ

CFF.KB.B89104.BOI

For official use
Mortgage section

04 AUG 1989

Post room



Time critical reference

11.8.89
135

Short particulars of all the property mortgaged or charged

COUNTY/DISTRICT OR LONDON BOROUGH	TITLE NUMBER	PROPERTY
BUCKINGHAMSHIRE/ CHILTERN		Hayden House, Churchfield Road, Chalfont-St-Peter, Buckinghamshire
<p>If the Mortgagor is a company incorporated under the Companies Acts the Mortgagor also charges by way of floating security (which shall crystallise on a demand being made in accordance with Clause 2) all moveable plant machinery implements utensils furniture and equipment now or from time to time placed on or used in or about the Mortgaged Property with payment to the Bank of the said sums and with the discharge of the said obligations and liabilities and the expression "the Mortgaged Property" shall be construed accordingly.</p>		

Please do not
write in
this margin

Please complete
legibly, preferably
in black type or
bold block
lettering

Particulars as to commission allowance or discount (note 3)

NONE

Signed *James Matthews & Wain* Date 13th AUGUST 1989

On behalf of [company] [mortgagee/chargee]

*Delete as
appropriate

Notes

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
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 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
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Page 2



The Solicitors' Law Stationery Society plc, Oyez House, 27 Cranbrook Street, London SE1 5TS

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1185 F5626
E010503

Companies M395

FILE COPY



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

Pursuant to section 401(2) of the Companies Act 1985

I hereby certify that a mortgage or charge dated the 25th JULY 1989
and created by TECHSPAN ELECTRONICS LIMITED

for securing all moneys now due, or hereafter to become due, or from time
to time accruing due from the company to THE GOVERNOR AND COMPANY OF THE
BANK OF IRELAND

on any account whatsoever

was registered pursuant to Chapter I Part XII of the Companies Act
1985, on the 4th AUGUST 1989

Given under my hand at the Companies Registration Office,
Cardiff the 18th AUGUST 1989

No. 1412202

Post
18/8
PW

A handwritten signature in cursive script, appearing to read 'M. M. Williams'.

M. M. WILLIAMS
an authorised officer

C.69a

**Particulars of a mortgage or charge**

Pursuant to section 395 of the Companies Act 1985

Please do not
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this marginPlease complete
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in black type or
bold block
lettering*Insert full name
of company

To the Registrar of Companies

For official use Company number

Name of company

[395]

1412202

* **TECHSPAN SYSTEMS PLC**

Date of creation of the charge

8 November 1994

Description of the instrument (if any) creating or evidencing the charge (note 2)

Mortgage

Amount secured by the mortgage or charge

All sums due from the company to the mortgagee pursuant to the Lease dated 30 June 1994 made between the mortgagee (1) and the mortgagor and the Deed of Variation dated 8 November 1994 made between the Mortgagee (1) and the Mortgagor (2).

Names and addresses of the mortgagees or persons entitled to the charge

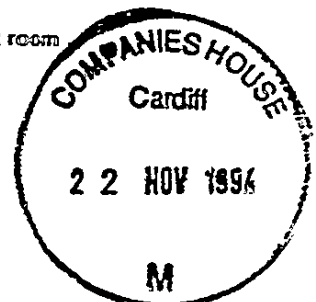
Richard Alfred Nye, Anne Mary Nye and Clive Percy Brooks as Trustees of The Techspan Executive Small Self Administered Pension Scheme c/o Techspan House Churchfield Road, Chalfont St Peter, Buckinghamshire Postcode

Presenter's name, address and
reference (if any): **RABH/CH/T10772**

**Mundays
Crown House, Claygate
Essex, Surrey KT10 0LP
Tel: 0372 467272**

For official use
Mortgage section**REGISTERED****22 NOV 1994**

Post room



Time critical reference

23.11.94

B.7

Short particulars of all the property mortgaged or charged

Please do not
write in
this margin

Rental deposit of £35,000

Please complete
legibly, preferably
in black type or
bold block
lettering

Particulars as to commission allowance or discount (note 3)

Signed

Munday

Date

21 November 1994

On behalf of [company] [mortgagee/chargee]*

*Delete as
appropriate

Notes

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.

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FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 01412202

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A MORTGAGE DATED THE 8th NOVEMBER 1994 AND CREATED BY TECHSPAN SYSTEMS PLC FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO RICHARD ALFRED NYE, ANNE MARY NYE, AND CLIVE PERCY BROOKS AND AS TRUSTEES OF THE TECHSPAN EXECUTIVE SMALL SELF ADMINISTERED PENSION SCHEME PURSUANT TO THE LEASE DATED 30 JUNE 1994 AND THE DEED OF VARIATION WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 22nd NOVEMBER 1994.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 23rd NOVEMBER 1994.

M. SAHA

for the Registrar of Companies

DX
23/11
es



COMPANIES HOUSE

HC0268